

**IN THE CIRCUIT COURT OF COLE COUNTY  
STATE OF MISSOURI**

Health Midwest,	)	
	)	
Plaintiff,	)	
	)	
	)	
v.	)	Case No. 02CV326118
	)	Division I
Jeremiah W. (Jay) Nixon,	)	
Attorney General of the	)	
State of Missouri,	)	
	)	
Defendant.	)	

**DEFENDANT’S FIRST REQUEST  
FOR PRODUCTION OF DOCUMENTS**

COMES NOW Defendant Attorney General and propounds the following First Request for Production of Documents to be responded to by Health Midwest, in the manner provided by Missouri Rule of Civil Procedure 58.01.

In responding to these requests for production of documents, all information is to be divulged which is possessed by or available to you, your attorneys, investigators, agents, your Board of Directors or individual members of your Board of Directors, employees, insurers or others employed by or acting on your behalf.

These requests for production of documents are intended to be of a continuing nature, requiring you to respond in a timely manner, setting forth any information, within the scope of these requests for production of documents, which may be acquired by you, your attorneys, investigators, agents, members of your Board of Directors, employees, insurers or others employed by or acting on your behalf, following the original answers.

If any document is produced in response to a request for production of documents below, designate the request or requests to which each such document responds.

If any request below calls for information that is not available in full detail as requested, such request shall be deemed to require such information that is responsive in such detail as is available.

If you find the meaning of any terms in these requests for production of documents to be unclear, then assume a reasonable meaning, state what the assumed meaning is, and respond to the request on the basis of that assumed meaning.

### **DEFINITIONS**

The following terms, when used in these requests for production of documents, are intended to mean:

1. “Plaintiff,” “You,” “Your,” and “Corporation,” refer Health Midwest, to the party to whom these interrogatories are directed and, its employees, agents or representatives, as well as all persons acting or purporting to act on its behalf for any purpose relevant to these interrogatories, and each and every entity represented on the organizational chart, attached as Exhibit A, and any employees, agents or representatives, as well as all persons acting or purporting to act on behalf of any of those entities for any purpose relevant to the interrogatories.

2. “Board” and “Board of Directors,” refer to the Board of Directors of Health Midwest, or, if applicable, committees of the Board of Directors, and means current board unless the context indicates otherwise.

3. “Director” means a member of the Board of Directors of Health Midwest and should be construed to mean “at any time” unless the context compels a more narrow

constriction.

4. "HCA" means HCA, Inc., a Delaware corporation and / or HM Acquisition, L.L.C., a Missouri limited liability company.

5. "Attorney General" refers to the Missouri Attorney General, Jeremiah W. (Jay) Nixon.

6. "Person(s)" shall mean any individuals, partnership, firm, association, corporation or any other business, governmental or legal entity.

7. "Document" or "documents" means the original and copies, identical or nonidentical, including drafts or copies bearing commentary or notations not appearing on the original or final version, of any handwritten, typewritten, printed, recorded or graphic matter of any kind, in the possession and/or control of you or your officers, agents, employees, Directors or Board of Directors, independent contractors or attorneys or known to you to exist, however produced or reproduced, including specifically, but not exclusively, letters or other correspondence, telegraphs, telexes, memoranda, reports, summaries, handwritten notes, corporate resolutions, minutes of meetings, transcriptions of conversations, meetings or conferences or the like, tabulations, work papers, cost sheets, promissory notes, financial statements, sales records, invoices, contracts, agreements, orders, calendars, diaries, telephone call slips or other telephone records,"post'its", photographs, diagrams, schematic drawings, prints, slides, movies or other pictorial representations, tape recordings, databases, computer inputs or outputs, e-mail messages, the content of any computer memory or hard drive whether in directories, folders or otherwise, computer disks, tapes laser disks, CDROMs, taped or floppy disk backups, microfiche, microfilm, magnetic tapes, video tapes, recordings, motion pictures,

photographs, and power-point presentations

8. “Describe” means to give a full, detailed accounting.
9. "Identify" when used in reference to:
  - A. a natural person means to state his/her full name, last known address and telephone number, and the present or last known business affiliation and position of the individual referred to;
  - B. a corporation, partnership or other business entity, means to state the full name and address of the principal place of business, state and date of incorporation, and to identify all the officers, partners, trustees or responsible representatives thereof;
  - C. a document, means to state the type of document or some other means of identifying it, its date, its author, its recipient or intended recipient and his/her address, a brief description of the contents of the document, and the names of each of its present custodians. If the document was, but is no longer in your possession, custody or subject to your control, state what disposition was made of it and when, including the identity of the present custodian.
10. “Communication,” or “Communicate” refers to both oral and written communications and means all conversations, presentations, discussions, speeches, meetings, telephone calls, e-mails, documents, writings, and any other means by which information, data, language or documents are transmitted, passed or otherwise conveyed from one or more persons or entities to one or more other persons or entities.

11. “Record” means all data and other information of every description, regardless of the mode in which it is recorded; the original of any such record includes the data or the information stored or transmitted in or by means of any electronic, electro-magnetic, computerized, mechanized, or other information storage or retrieval or transmission system or device which can upon request, generate, regenerate, or transmit the precise data or other information comprising the record, and an original also includes the visible data or other information so generated, regenerated, or transmitted if it is legible or can be made legible by formatting, enlargement or other process.

12. “Relate,” “Related,” or “Relating” means and includes prove, proving or tending to prove’ disprove, disproving or tending to disprove; contain or containing; constitute or constituting; describe or describing; discuss or discussing; refer or referring; pertain or pertaining; state or stating; assess or assessing; and record or recording; or in any way connected or relating to the matter discussed.

13. “And” or “Or” as used herein shall be construed conjunctively and disjunctively so as to require the broadest possible production in response to any particular interrogatory.

14. If all or part of any document that is or otherwise would be produced in response to any request herein is withheld under a claim of attorney/client privilege, for each such claim provide the following information: (a) the type of document (e.g., letter memorandum, notes of meeting or conversations, etc.), its title (if any), and its date; (b) its length (in pages); (c) identify its author or authors; (d) identify its addressee or addressees; (e) identify all carbon, blind or other copy recipients; and (f) state the subject matter of the document.

15. If you object to any part of a request for production of documents and refuse to

respond to that part, state your objection and respond to the remaining portion of that request.

16. If you object to the scope or time period of a request for production of documents and refuse to respond for that scope or time period, state your objection and respond to the request for the scope or time period you believe is appropriate.

17. If your answer is qualified in any particular manner, set forth the details of such qualification.

### **REQUEST FOR PRODUCTION OF DOCUMENTS**

1. All documents identified or referred to in any responses to Defendant's First Set of Interrogatories.

2. All documents listed on the Index, attached as Exhibit B.

3. A copy of the Asset Purchase Agreement between the Corporation and HCA.

4. A Table of Organization of the Health Midwest system.

5. Original and current Articles of Incorporation for the Corporation and all organizations that make up the Health Midwest system

6. A list of all assets of the Corporation and identification of the owners of each asset.

7. Lists of all members and directors of the Corporation and all organizations that make up the Health Midwest system.

8. Copies of any and all contracts or agreements between or among all related organizations, including but not limited to merger agreements, acquisition agreements or integration agreements.

9. Copies of all offers received by Health Midwest, including offers, inquiries or expressions of interest received prior to the formal bidding process.
10. Any and all valuations from 1997 to the present, for the Corporation and any organization within the Health Midwest system.
11. Original purchase prices for assets acquired by the Corporation and any organization within the Health Midwest system.
12. Tax returns for 1997 to present, for all the Corporation and all organizations within within the Health Midwest system.
13. Financial statements for the Corporation and all organizations within the Health Midwest system, from 1997 to the present.
14. Audit Reports for all audits of the Corporation and all organizations within the Health Midwest system, from 1997 to the present;
15. Draft of Articles of Incorporation for any new foundation(s) or nonprofit corporation(s) that may be created out of the proceeds of the proposed sale of Corporation assets to HCA.
16. A list of all organizations that will receive proceeds from the sale of Health Midwest assets;
17. All documents, agreements or contracts between any of the nonprofit entities within the Health Midwest system that define or describe the rights or obligations of the parties in the event of a dissolution, merger or transfer of assets by the Corporation or the controlling member.
18. Copies of all employment contracts, agreements and documents which describe

any and all monetary and non-monetary benefits that will or may accrue to Corporation directors, officers, executives or employees as a result of the sale of the Corporation's assets, including but not limited to CEO Contracts and Contracts with Senior Executives.

19. Any fairness opinions issued to the Corporation regarding executive compensation.

20. Copies of any information provided by the Corporation's financial advisor, Ponder & Co., to the Board of Directors or any Committee thereof.

21. Copies of any and all contracts and correspondence related to such contracts, between HCA and any current director, officer, or agent of the Corporation.

Respectfully submitted,

JEREMIAH W. (JAY) NIXON  
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ATTORNEYS FOR DEFENDANT  
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Attorney General of Missouri

**CERTIFICATE OF SERVICE**

The undersigned hereby certify that a true and correct copy of the above and foregoing was faxed and mailed this \_\_\_\_\_ day of \_\_\_\_\_, 2002 to:

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